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SINCE 1913

August 25, 2014

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street SW
Washington, DC 20554

Re: Comment of League of Minnesota Cities in the Matter of Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Transfer Control of Licenses and Authorizations, MB Docket No. 14-57

Dear Secretary Dortch:

This letter/comment is respectfully submitted on behalf of the membership of the League of Minnesota Cities, including in particular, those Minnesota cities identified below.

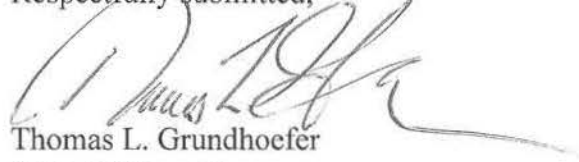
As you may be aware, a number of communities in Minnesota are directly affected by the Time Warner-Comcast-Charter-Midwest Cable transactions you are reviewing. We understand that in its public interest showing, Comcast has justified the merger in part by stating that it intends to spin-off cable systems in the Midwest to a company it created, Midwest Cable, so that Comcast controls less than 30% of the nation's video subscribers. The Midwest Cable systems will effectively be operated by Charter Communications. (See, for example, the April 8, 2014 Redacted Public Interest Showing, pp. 4-6, suggesting spin-off mitigates risks to video and broadband markets and risks to consumers).

Many Minnesota communities and communities elsewhere are in the process of reviewing the Midwest Cable transaction, and have retained a financial consultant to review the transaction. The consultant has just submitted a report indicating that neither Charter, nor Midwest Cable, nor Comcast has provided information sufficient to show that Charter or Midwest Cable are financially qualified to take over the proposed Comcast spin-off systems or take on responsibility for operating them. Among other things, the consultants pointed out that the viability of the transaction depends on information Comcast has thus far refused to disclose, and on agreements relating to system operations that have yet to be finalized. We are told that more information may be provided to Minnesota communities at the end of September, 2014.

At this stage, therefore, there is no reason for your analysis to assume that the spin-off will be approved or that it or related transactions will move forward. For purposes of the public interest analysis, you should assume the reverse. We will let you know if matters change.

(Cities listed on reverse)

Respectfully submitted,



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General Counsel

League of Minnesota Cities

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Cities specifically joining in comments of the League of Minnesota Cities

- | | |
|------------------------|--------------------------------|
| 1. Minneapolis | 25. Ramsey |
| 2. Bloomington | 26. Anoka |
| 3. Eagan | 27. Arden Hills |
| 4. Fridley | 28. Little Canada |
| 5. Hastings | 29. Falcon Heights |
| 6. St. Louis Park | 30. Mounds View |
| 7. Inver Grove Heights | 31. Roseville |
| 8. Lilydale | 32. Lauderdale |
| 9. Mendota | 33. New Brighton |
| 10. Mendota Heights | 34. St. Anthony Village |
| 11. Sunfish Lake | 35. Blaine |
| 12. South St. Paul | 36. Centerville |
| 13. West St. Paul | 37. Circle Pines |
| 14. Eden Prairie | 38. Ham Lake |
| 15. Edina | 39. Lexington |
| 16. Hopkins | 40. Lino Lakes |
| 17. Minnetonka | 41. Spring Lake Park |
| 18. Richfield | 42. Cottage Grove |
| 19. Shakopee | 43. Grey Cloud Island Township |
| 20. New Prague | 44. Newport |
| 21. Burnsville | 45. St. Paul Park |
| 22. Oak Grove | 46. Woodbury |
| 23. Andover | 47. Coon Rapids |
| 24. Champlin | 48. Columbia Heights |